

The Nomination Committee of Systemair AB's proposal and reasoned statement prior to the Annual General Meeting on 26 August 2021

Systemair's Nomination Committee consists of Ulrik Grönvall, Swedbank Robur Fonder, Chairman of the Nomination Committee, Henrik Didner, Didner & Gerge Fonder AB and Chairman of the Board Gerald Engström, Färna Invest AB.

Shareholders have had the opportunity to submit proposals to the Nomination Committee by e-mail. No proposals have been received.

The Nomination Committee has held three meetings at which minutes were recorded, a few additional telephone meetings and interviewed all Board members, thereby gathering information on the work of the Board and on the company's stage of development and other relevant circumstances. Our conclusion is that the work of the Board has been highly effective and that the Board members have shown great commitment and represent a broad spectrum of experience and expertise.

The Nomination Committee proposes the re-election of Carina Andersson, Gerald Engström, Svein Nilsen, Patrik Nolåker and Gunilla Spongh, and the election of Niklas Engström

The Nomination Committee proposes that Gerald Engström be elected Chairman of the Board and that Patrik Nolåker be elected Deputy Chairman.

The Nomination Committee's diversity policy is to apply Rule 4.1 of the Swedish Corporate Governance Code (the "Code") in preparing its proposal for the election of Board members. The Nominating Committee considers that, as proposed above, the Board of Directors is of an appropriate composition with regard to the Company's business, stage of development and other circumstances. It provides broadly-based and multi-faceted experience and amply satisfies the requirements that may be placed on the Board with regard to the Company's future needs and development. For the 2021 AGM, the Nomination Committee has placed particular focus on ensuring the long-term succession of the Company and, as a consequence of this work, proposes a new member to the Board and a Vice-Chairman, which is a newly created role in the Company.

The Company's directors' fees have been analysed to ensure that they are in line with market conditions. A slight increase in fees has been proposed (essentially unchanged in 2020) for Board members and the various committees. For the Chairman, a slightly higher increase in the regular fee is proposed, while the additional fee previously paid is proposed to be eliminated. The extra fee was justified by the extra time the Chairman has spent assisting the Company with its acquisition and strategy issues. This function will be strengthened within the Company and thus the Chairman's workload in this area is expected to decrease.

As the Nomination Committee has not identified any reasons for a new appointment of auditors at this time, it is proposed to re-elect Ernst & Young

A more detailed presentation of Niklas Engström, proposed for election, can be found in the notice of the Annual General Meeting. A more detailed presentation of the members proposed for re-election to the Board can be found on Systemair's website: group.systemair.com/investor-relations/information/board-of-directors/

Skinnskatteberg, July 2021

The Nominating Committee, Systemair AB (publ)